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AUG 20 2004

Martha R. Womack

2004 - 0163781

Cross Reference to Instrument Numbers: 2004-0059271
2004-0059722
2004-0059723
2004-0130057

FIRST AMENDMENT TO THE DECLARATION
OF COVENANTS AND RESTRICTIONS
FOR KEYSTONE ENTERPRISE PARK

THIS FIRST AMENDMENT TO THE DECLARATION OF COVENANTS AND RESTRICTIONS FOR KEYSTONE ENTERPRISE PARK is made and entered into by the CONSOLIDATED CITY OF INDIANAPOLIS, INDIANA, by and through its Department of Metropolitan Development (the "Declarant"), 2G, LLC., and Commercial Foods Systems Inc., (each an "Owner") to amend the Declaration of Covenants and Restrictions For Keystone Enterprise Park ("Declaration"), made and entered into by the Declarant on January 26, 2004 and recorded in the Office of the Marion County Recorder on March 18, 2004 as Instrument Number 2004-0059721 and as supplemented by the document recorded on June 29, 2004 as Instrument Number 2004-0130057.

WITNESSETH that:

WHEREAS, the Declarant is developing a mixed-use park, comprised of industrial, office, retail and other uses, with installed utilities and public roads, known as Keystone Enterprise Park; and

WHEREAS, to ensure the preservation of the values of the property in and the maintenance and improvement of the amenities of the Keystone Enterprise Park, the Declarant entered into and recorded the Declaration setting forth certain covenants, restrictions, terms and conditions to apply to and run with the land in the Keystone Enterprise Park; and

WHEREAS, at the time the original Declaration was entered into, the determined total number of acres in the Park (exclusive of Common Facilities) was approximated at 64 acres; and

WHEREAS, it is the Declarant's desire and intent to revise the total number of acres in the Park (exclusive of Common Facilities) to 60 acres;

WHEREAS, the Declarant also desires to further clarify the treatment and impact of City Property; and

WHEREAS, the Owners have waived the requirements of Section 9.1 of the Declaration.

MARION COUNTY RECORDER

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NOW, THEREFORE, in consideration of the following, Declarant hereby declares, and Owners hereby amend the Declaration recorded in the Office of the Marion County Recorder on March 18, 2004 as Instrument Number 2004-005972 and as supplemented by the document recorded on June 29, 2004 as Instrument Number 2004-01300571 as stated below:

1. Section 1.18 of the Declaration is amended to read as follows:

"Proportionate Share" with respect to a Parcel shall mean a fraction as hereinafter calculated. The total number of acres in the Park (exclusive of Common Facilities and City Property) is sixty (60) acres. The numerator of the fraction shall be the number of acres (exclusive of Common Facilities and City Property) owned from time to time by an Owner or Declarant. The denominator of the fraction shall be sixty (60). For purposes of calculating Proportionate Share, the acreage of a Parcel shall be determined to the nearest one-hundredth (100th) of an acre.

2. Section 6.1 of the Declaration is amended to read as follows:

"Annual Budget" The Association shall prepare an annual budget of the Common Expenses of the Park and shall send out such annual budget to the Owners with notice of their first quarterly assessment for the years. The Association shall use reasonable effort to have such budget and notice prepared and sent to the Owners not later than thirty (30) days prior to the expiration of each fiscal year with respect to the budget for the forthcoming year. Such budget shall estimate all expenses for operation and maintaining the Common Facilities and City Property, and for managing the Park. Such expenses shall include taxes, insurance premiums, cost of utilities for the Common Facilities and City Property, ordinary maintenance, repair, replacement to the extent prudent, of Common Facilities and City Property, and such amount as may be determined by the Board to be set aside during the year as reserve funds for extraordinary expenses, reserves for replacement, collection losses and/or contingencies.

This First Amendment To The Declaration of Covenants And Restrictions For The Keystone Enterprise Park has been made and entered into as of this 5th day of August, 2004.

DECLARANT
CONSOLIDATED CITY OF INDIANAPOLIS,
INDIANA by and through its DEPARTMENT OF
METROPOLITAN DEVELOPMENT

By: Maury Plambeck
Maury Plambeck, Director

STATE OF INDIANA)
)
COUNTY OF MARION) SS:

Before me, a Notary Public in and for said County and State, personally appeared Maury Plambeck, Director of the Department of Metropolitan Development of the Consolidated City of Indianapolis, Indiana, being first duly sworn, acknowledged the execution of the foregoing AMENDMENT Declaration of Covenants and Restrictions For Keystone Enterprise Park, as said Director for and on behalf of Consolidated City of Indianapolis, Department of Metropolitan Development, as his voluntary act and deed and for the use and purposes contained therein.

Witness my hand and Notarial Seal this 3RD day of AUGUST, 2004.

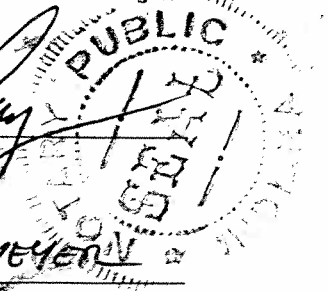
My Commission Expires:

AUG. 24, 2006

My County of Residence:

MARION

Steven J. Schumeyer
(Signature) Notary Public
STEVEN J. SCHUMEYER
(Printed)



OWNER
2G, LLC

By: James E. Elsner
James E. Elsner, Vice President

STATE OF INDIANA)
)
COUNTY OF MARION) SS:

Before me, a Notary Public in and for said County and State, personally appeared James E. Elsner, Vice President of 2G, LLC, an Indiana limited liability company, being first duly sworn, acknowledged the execution of the foregoing AMENDMENT Declaration of Covenants and Restrictions For Keystone Enterprise Park, as said Vice President for and on behalf of 2G, LLC, as his voluntary act and deed and for the use and purposes contained therein.

Witness my hand and Notarial Seal this 5th day of August, 2004.

My Commission Expires:

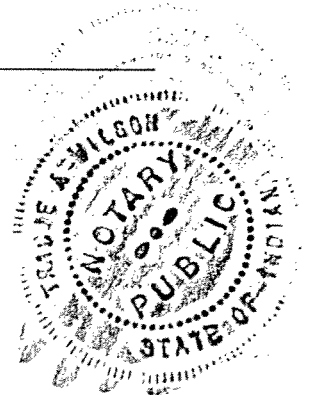
May 6, 2010

Tracie A. Wilson
(Signature) Notary Public

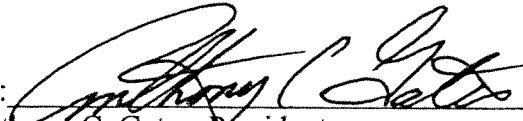
My County of Residence:

Vanderburgh

Tracie A. Wilson
(Printed)



OWNER
Commercial Food Systems, Inc
GT Investors, LLC

By: 
Anthony C. Gates, President

STATE OF INDIANA)
)
COUNTY OF MARION)

SS:

Before me, a Notary Public in and for said County and State, personally appeared Anthony C. Gates, President of Commercial Foods Systems, Inc. and Managing Member of GT Investors, LLC, an Indiana limited liability company, being first duly sworn, acknowledged the execution of the foregoing AMENDED Declaration of Covenants and Restrictions For Keystone Enterprise Park, as said President and Managing Member for and on behalf of Commercial Food Systems, Inc and GT Investors, LLC. as his voluntary act and deed and for the use and purposes contained therein.


Witness my hand and Notarial Seal this 30 day of July, 2004.

My Commission Expires:

5/24/12

My County of Residence:

Hamilton


(Signature) Notary Public

Daniel M Irish
(Printed)

This instrument was prepared by the Office of Corporation Counsel, 200 E. Washington Street, Suite 1601, Indianapolis, Indiana 46204.

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